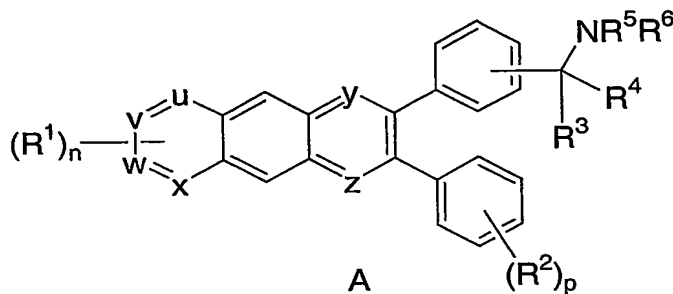


WHAT IS CLAIMED IS:

1. A compound of the Formula A:



5 wherein:

a is 0 or 1;

b is 0 or 1;

m is 0, 1 or 2;

10 n is 0, 1 or 2;

p is 0, 1, 2 or 3;

r is 0 or 1;

s is 0 or 1;

t is 2, 3, 4, 5 or 6;

15

u, v and x are independently selected from: CH and N;

w is selected from a bond, CH and N;

20 y and z are independently selected from: CH and N, provided that at least one of y and z is N;

R<sup>1</sup> is independently selected from:

- 25
- 1) (C=O)<sub>a</sub>O<sub>b</sub>C<sub>1</sub>-C<sub>10</sub> alkyl,
  - 2) (C=O)<sub>a</sub>O<sub>b</sub>aryl,
  - 3) C<sub>2</sub>-C<sub>10</sub> alkenyl,
  - 4) C<sub>2</sub>-C<sub>10</sub> alkynyl,
  - 5) (C=O)<sub>a</sub>O<sub>b</sub> heterocyclyl,

- 5           6)     $(\text{C}=\text{O})_a\text{O}_b\text{C}_3\text{-C}_8$  cycloalkyl,  
              7)     $\text{CO}_2\text{H}$ ,  
              8)    halo,  
              9)    CN,  
              10)   OH,  
              11)    $\text{O}_b\text{C}_1\text{-C}_6$  perfluoroalkyl,  
              12)    $\text{O}_a(\text{C}=\text{O})_b\text{NR}^7\text{R}^8$ ,  
              13)    $\text{NR}^c(\text{C}=\text{O})\text{NR}^7\text{R}^8$ ,  
              14)    $\text{S}(\text{O})_m\text{R}^a$ ,  
 10           15)    $\text{S}(\text{O})_2\text{NR}^7\text{R}^8$ ,  
              16)    $\text{NR}^c\text{S}(\text{O})_m\text{R}^a$ ,  
              17)   oxo,  
              18)   CHO,  
              19)    $\text{NO}_2$ ,  
 15           20)    $\text{NR}^c(\text{C}=\text{O})\text{O}_b\text{R}^a$ ,  
              21)    $\text{O}(\text{C}=\text{O})\text{O}_b\text{C}_1\text{-C}_{10}$  alkyl,  
              22)    $\text{O}(\text{C}=\text{O})\text{O}_b\text{C}_3\text{-C}_8$  cycloalkyl,  
              23)    $\text{O}(\text{C}=\text{O})\text{O}_b$ aryl, and  
              24)    $\text{O}(\text{C}=\text{O})\text{O}_b$ -heterocycle,  
 20   said alkyl, aryl, alkenyl, alkynyl, heterocyclyl, and cycloalkyl optionally substituted  
      with one or more substituents selected from  $\text{R}^Z$ ;

$\text{R}^2$  is independently selected from:

- 25           1)     $(\text{C}=\text{O})_a\text{O}_b\text{C}_1\text{-C}_{10}$  alkyl,  
              2)     $(\text{C}=\text{O})_a\text{O}_b$ aryl,  
              3)     $\text{C}_2\text{-C}_{10}$  alkenyl,  
              4)     $\text{C}_2\text{-C}_{10}$  alkynyl,  
              5)     $(\text{C}=\text{O})_a\text{O}_b$  heterocyclyl,  
              6)     $(\text{C}=\text{O})_a\text{O}_b\text{C}_3\text{-C}_8$  cycloalkyl,  
 30           7)     $\text{CO}_2\text{H}$ ,  
              8)    halo,  
              9)    CN,  
              10)   OH,  
              11)    $\text{O}_b\text{C}_1\text{-C}_6$  perfluoroalkyl,

- 12)  $O_a(C=O)_bNR^7R^8$ ,  
 13)  $NR^c(C=O)NR^7R^8$ ,  
 14)  $S(O)_mR^a$ ,  
 15)  $S(O)_2NR^7R^8$ ,  
 5 16)  $NR^cS(O)_mR^a$ ,  
 17)  $CHO$ ,  
 18)  $NO_2$ ,  
 19)  $NR^c(C=O)O_bR^a$ ,  
 20)  $O(C=O)O_bC_1-C_{10}$  alkyl,  
 10 21)  $O(C=O)O_bC_3-C_8$  cycloalkyl,  
 22)  $O(C=O)O_b$ aryl, and  
 23)  $O(C=O)O_b$ -heterocycle,

said alkyl, aryl, alkenyl, alkynyl, heterocyclyl, and cycloalkyl optionally substituted with one, two or three substituents selected from  $R^Z$ ;

15  $R^3$  and  $R^4$  are independently selected from: H,  $C_1-C_6$ -alkyl and  $C_1-C_6$ -perfluoroalkyl, or

$R^3$  and  $R^4$  are combined to form  $-(CH_2)_t-$  wherein one of the carbon atoms is optionally replaced by a moiety selected from O,  $S(O)_m$ ,  $-N(R^b)C(O)-$ , and  $-N(COR^a)-$ ;

$R^5$  and  $R^6$  are independently selected from:

- 1) H,  
 25 2)  $(C=O)O_bR^a$ ,  
 3)  $C_1-C_{10}$  alkyl,  
 4) aryl,  
 5)  $C_2-C_{10}$  alkenyl,  
 6)  $C_2-C_{10}$  alkynyl,  
 30 7) heterocyclyl,  
 8)  $C_3-C_8$  cycloalkyl,  
 9)  $SO_2R^a$ , and  
 10)  $(C=O)NR^b_2$ ,

said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one or more substituents selected from  $R^Z$ , or

5  $R^5$  and  $R^6$  can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 5-7 members in each ring and optionally containing, in addition to the nitrogen, one or two additional heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with Q and also optionally substituted with one or more substituents selected from  $R^Z$ ;

10  $R^7$  and  $R^8$  are independently selected from:

- 1) H,
- 2)  $(C=O)O_bC_1-C_{10}$  alkyl,
- 3)  $(C=O)O_bC_3-C_8$  cycloalkyl,
- 4)  $(C=O)O_b$ aryl,
- 15 5)  $(C=O)O_b$ heterocyclyl,
- 6)  $C_1-C_{10}$  alkyl,
- 7) aryl,
- 8)  $C_2-C_{10}$  alkenyl,
- 9)  $C_2-C_{10}$  alkynyl,
- 20 10) heterocyclyl,
- 11)  $C_3-C_8$  cycloalkyl,
- 12)  $SO_2R^a$ , and
- 13)  $(C=O)NR^b_2$ ,

25 said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one or more substituents selected from  $R^Z$ , or

$R^7$  and  $R^8$  can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 5-7 members in each ring and optionally containing, in addition to the nitrogen, one or two additional heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one or more substituents selected from  $R^Z$ ;

$R^Z$  is selected from:

- 1)  $(C=O)_rO_s(C_1-C_{10})$ alkyl,
- 35 2)  $O_r(C_1-C_3)$ perfluoroalkyl,

- 3) (C<sub>0</sub>-C<sub>6</sub>)alkylene-S(O)<sub>m</sub>R<sup>a</sup>,
- 4) oxo,
- 5) OH,
- 6) halo,
- 5 7) CN,
- 8) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>2</sub>-C<sub>10</sub>)alkenyl,
- 9) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>2</sub>-C<sub>10</sub>)alkynyl,
- 10) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>3</sub>-C<sub>6</sub>)cycloalkyl,
- 11) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>0</sub>-C<sub>6</sub>)alkylene-aryl,
- 10 12) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>0</sub>-C<sub>6</sub>)alkylene-heterocyclyl,
- 13) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>0</sub>-C<sub>6</sub>)alkylene-N(R<sup>b</sup>)<sub>2</sub>,
- 14) C(O)R<sup>a</sup>,
- 15) (C<sub>0</sub>-C<sub>6</sub>)alkylene-CO<sub>2</sub>R<sup>a</sup>,
- 16) C(O)H,
- 15 17) (C<sub>0</sub>-C<sub>6</sub>)alkylene-CO<sub>2</sub>H,
- 18) C(O)N(R<sup>b</sup>)<sub>2</sub>,
- 19) S(O)<sub>m</sub>R<sup>a</sup>,
- 20) S(O)<sub>2</sub>N(R<sup>b</sup>)<sub>2</sub>,
- 21) NR<sup>c</sup>(C=O)O<sub>b</sub>R<sup>a</sup>,
- 20 22) O(C=O)O<sub>b</sub>C<sub>1</sub>-C<sub>10</sub> alkyl,
- 23) O(C=O)O<sub>b</sub>C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
- 24) O(C=O)O<sub>b</sub>aryl, and
- 25) O(C=O)O<sub>b</sub>-heterocycle,

25 said alkyl, alkenyl, alkynyl, cycloalkyl, aryl, and heterocyclyl is optionally substituted with up to three substituents selected from R<sup>b</sup>, OH, (C<sub>1</sub>-C<sub>6</sub>)alkoxy, halogen, CO<sub>2</sub>H, CN, O(C=O)C<sub>1</sub>-C<sub>6</sub> alkyl, oxo, and N(R<sup>b</sup>)<sub>2</sub>;

30 R<sup>a</sup> is substituted or unsubstituted (C<sub>1</sub>-C<sub>6</sub>)alkyl, substituted or unsubstituted (C<sub>2</sub>-C<sub>6</sub>)alkenyl, substituted or unsubstituted (C<sub>2</sub>-C<sub>6</sub>)alkynyl, substituted or unsubstituted (C<sub>3</sub>-C<sub>6</sub>)cycloalkyl, substituted or unsubstituted aryl, (C<sub>1</sub>-C<sub>6</sub>)perfluoroalkyl, 2,2,2-trifluoroethyl, or substituted or unsubstituted heterocyclyl; and

R<sup>b</sup> is H, (C<sub>1</sub>-C<sub>6</sub>)alkyl, substituted or unsubstituted aryl, substituted or unsubstituted benzyl, substituted or unsubstituted heterocyclyl, (C<sub>3</sub>-C<sub>6</sub>)cycloalkyl, (C=O)OC<sub>1</sub>-C<sub>6</sub> alkyl, (C=O)C<sub>1</sub>-C<sub>6</sub> alkyl or S(O)<sub>2</sub>R<sup>a</sup>;

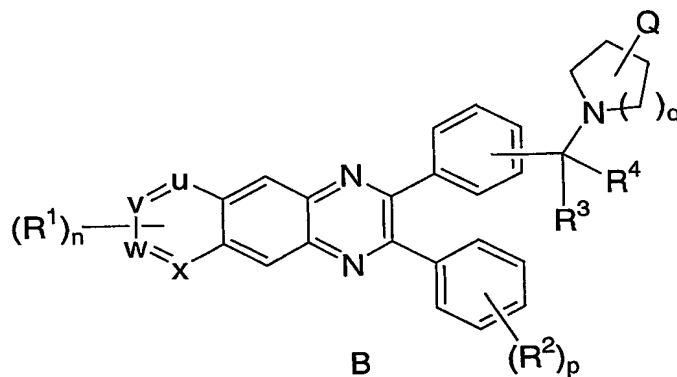
5 R<sup>c</sup> is selected from:

- 1) H,
- 2) C<sub>1</sub>-C<sub>10</sub> alkyl,
- 3) aryl,
- 4) C<sub>2</sub>-C<sub>10</sub> alkenyl,
- 10 5) C<sub>2</sub>-C<sub>10</sub> alkynyl,
- 6) heterocyclyl,
- 7) C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
- 8) C<sub>1</sub>-C<sub>6</sub> perfluoroalkyl,

15 said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one or more substituents selected from R<sup>z</sup>, or

or a pharmaceutically acceptable salt or a stereoisomer thereof.

2. A compound of the Formula B:



20

wherein:

- a is 0 or 1;
- b is 0 or 1;
- 25 m is 0, 1 or 2;
- n is 0, 1 or 2;

p is 0, 1 or 2;

q is 0, 1, 2, 3 or 4;

r is 0 or 1;

s is 0 or 1;

5 t is 2, 3, 4, 5 or 6;

u, v and x are independently selected from: CH and N;

w is selected from a bond, CH and N;

10

Q is selected from: -NR<sup>7</sup>R<sup>8</sup>, aryl and heterocyclyl, said aryl and heterocyclyl optionally substituted with one to three substituents selected from R<sup>Z</sup>;

R<sup>1</sup> is independently selected from:

- |    |   |
|----|---|
| 15 | 1) (C=O) <sub>a</sub> O <sub>b</sub> C <sub>1</sub> -C <sub>10</sub> alkyl,     |
|    | 2) (C=O) <sub>a</sub> O <sub>b</sub> aryl,                                      |
|    | 3) C <sub>2</sub> -C <sub>10</sub> alkenyl,                                     |
|    | 4) C <sub>2</sub> -C <sub>10</sub> alkynyl,                                     |
|    | 5) (C=O) <sub>a</sub> O <sub>b</sub> heterocyclyl,                              |
| 20 | 6) (C=O) <sub>a</sub> O <sub>b</sub> C <sub>3</sub> -C <sub>8</sub> cycloalkyl, |
|    | 7) CO <sub>2</sub> H,   |
|    | 8) halo,  |
|    | 9) CN,  |
|    | 10) OH,   |
| 25 | 11) O <sub>b</sub> C <sub>1</sub> -C <sub>6</sub> perfluoroalkyl,               |
|    | 12) O <sub>a</sub> (C=O) <sub>b</sub> NR <sup>7</sup> R <sup>8</sup> ,          |
|    | 13) NR <sup>c</sup> (C=O)NR <sup>7</sup> R <sup>8</sup> ,                       |
|    | 14) S(O) <sub>m</sub> R <sup>a</sup> ,  |
|    | 15) S(O) <sub>2</sub> NR <sup>7</sup> R <sup>8</sup> ,                          |
| 30 | 16) NR <sup>c</sup> S(O) <sub>m</sub> R <sup>a</sup> ,                          |
|    | 17) oxo,  |
|    | 18) CHO,  |
|    | 19) NO <sub>2</sub> ,   |
|    | 20) NR <sup>c</sup> (C=O)O <sub>b</sub> R <sup>a</sup> ,                        |
| 35 | 21) O(C=O)O <sub>b</sub> C <sub>1</sub> -C <sub>10</sub> alkyl,                 |

- 22)  $O(C=O)O_bC_3-C_8$  cycloalkyl,
- 23)  $O(C=O)O_b$ aryl, and
- 24)  $O(C=O)O_b$ -heterocycle,

said alkyl, aryl, alkenyl, alkynyl, heterocyclyl, and cycloalkyl optionally substituted

5 with one or more substituents selected from  $R^Z$ ;

$R^2$  is independently selected from:

- 1)  $(C=O)_aO_bC_1-C_{10}$  alkyl,
- 2)  $(C=O)_aO_b$ aryl,
- 10 3)  $C_2-C_{10}$  alkenyl,
- 4)  $C_2-C_{10}$  alkynyl,
- 5)  $(C=O)_aO_b$  heterocyclyl,
- 6)  $(C=O)_aO_bC_3-C_8$  cycloalkyl,
- 7)  $CO_2H$ ,
- 15 8) halo,
- 9)  $CN$ ,
- 10)  $OH$ ,
- 11)  $O_bC_1-C_6$  perfluoroalkyl,
- 12)  $O_a(C=O)_bNR^7R^8$ ,
- 20 13)  $NR^c(C=O)NR^7R^8$ ,
- 14)  $S(O)_mR^a$ ,
- 15)  $S(O)_2NR^7R^8$ ,
- 16)  $NR^cS(O)_mR^a$ ,
- 17)  $CHO$ ,
- 25 18)  $NO_2$ ,
- 19)  $NR^c(C=O)O_bR^a$ ,
- 20)  $O(C=O)O_bC_1-C_{10}$  alkyl,
- 21)  $O(C=O)O_bC_3-C_8$  cycloalkyl,
- 22)  $O(C=O)O_b$ aryl, and
- 30 23)  $O(C=O)O_b$ -heterocycle,

said alkyl, aryl, alkenyl, alkynyl, heterocyclyl, and cycloalkyl optionally substituted with one, two or three substituents selected from  $R^Z$ ;

$R^3$  and  $R^4$  are independently selected from: H,  $C_1-C_6$ -alkyl and  $C_1-C_6$ -perfluoroalkyl, or

R<sup>3</sup> and R<sup>4</sup> are combined to form -(CH<sub>2</sub>)<sub>t</sub>- wherein one of the carbon atoms is optionally replaced by a moiety selected from O, S(O)<sub>m</sub>, -N(R<sup>b</sup>)C(O)-, and -N(COR<sup>a</sup>)-;

5

R<sup>7</sup> and R<sup>8</sup> are independently selected from:

- 1) H,
- 2) (C=O)O<sub>b</sub>C<sub>1</sub>-C<sub>10</sub> alkyl,
- 3) (C=O)O<sub>b</sub>C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
- 10 4) (C=O)O<sub>b</sub>aryl,
- 5) (C=O)O<sub>b</sub>heterocyclyl,
- 6) C<sub>1</sub>-C<sub>10</sub> alkyl,
- 7) aryl,
- 8) C<sub>2</sub>-C<sub>10</sub> alkenyl,
- 15 9) C<sub>2</sub>-C<sub>10</sub> alkynyl,
- 10) heterocyclyl,
- 11) C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
- 12) SO<sub>2</sub>R<sup>a</sup>, and
- 13) (C=O)NR<sup>b</sup><sub>2</sub>,

20 said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one or more substituents selected from R<sup>z</sup>, or

R<sup>7</sup> and R<sup>8</sup> can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 5-7 members in each ring and optionally  
25 containing, in addition to the nitrogen, one or two additional heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one or more substituents selected from R<sup>z</sup>;

R<sup>z</sup> is selected from:

- 30 1) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>1</sub>-C<sub>10</sub>)alkyl,
- 2) O<sub>r</sub>(C<sub>1</sub>-C<sub>3</sub>)perfluoroalkyl,
- 3) (C<sub>0</sub>-C<sub>6</sub>)alkylene-S(O)<sub>m</sub>R<sup>a</sup>,
- 4) oxo,
- 5) OH,
- 35 6) halo,

- 7) CN,
- 8)  $(C=O)_rO_s(C_2-C_{10})$ alkenyl,
- 9)  $(C=O)_rO_s(C_2-C_{10})$ alkynyl,
- 10)  $(C=O)_rO_s(C_3-C_6)$ cycloalkyl,
- 5 11)  $(C=O)_rO_s(C_0-C_6)$ alkylene-aryl,
- 12)  $(C=O)_rO_s(C_0-C_6)$ alkylene-heterocyclyl,
- 13)  $(C=O)_rO_s(C_0-C_6)$ alkylene- $N(R^b)_2$ ,
- 14)  $C(O)R^a$ ,
- 15)  $(C_0-C_6)$ alkylene- $CO_2R^a$ ,
- 10 16)  $C(O)H$ ,
- 17)  $(C_0-C_6)$ alkylene- $CO_2H$ ,
- 18)  $C(O)N(R^b)_2$ ,
- 19)  $S(O)_mR^a$ ,
- 20)  $S(O)_2N(R^b)_2$ ,
- 15 21)  $NR^c(C=O)O_bR^a$ ,
- 22)  $O(C=O)O_bC_1-C_{10}$  alkyl,
- 23)  $O(C=O)O_bC_3-C_8$  cycloalkyl,
- 24)  $O(C=O)O_b$ aryl, and
- 25)  $O(C=O)O_b$ -heterocycle,

20 said alkyl, alkenyl, alkynyl, cycloalkyl, aryl, and heterocyclyl is optionally substituted with up to three substituents selected from  $R^b$ , OH,  $(C_1-C_6)$ alkoxy, halogen,  $CO_2H$ , CN,  $O(C=O)C_1-C_6$  alkyl, oxo, and  $N(R^b)_2$ ;

25  $R^a$  is  $(C_1-C_6)$ alkyl,  $(C_2-C_6)$ alkenyl,  $(C_2-C_6)$ alkynyl,  $(C_3-C_6)$ cycloalkyl, substituted or unsubstituted aryl,  $(C_1-C_6)$ perfluoroalkyl, 2,2,2-trifluoroethyl, or substituted or unsubstituted heterocyclyl; and

$R^b$  is H,  $(C_1-C_6)$ alkyl, aryl, heterocyclyl,  $(C_3-C_6)$ cycloalkyl,  $(C=O)OC_1-C_6$  alkyl,  $(C=O)C_1-C_6$  alkyl or  $S(O)_2R^a$ ;

30

$R^c$  is selected from:

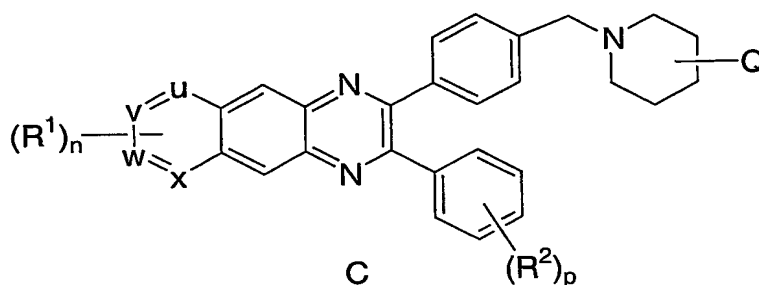
- 1) H,
- 2)  $C_1-C_{10}$  alkyl,
- 3) aryl,

- 4) C<sub>2</sub>-C<sub>10</sub> alkenyl,
- 5) C<sub>2</sub>-C<sub>10</sub> alkynyl,
- 6) heterocyclyl,
- 7) C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
- 8) C<sub>1</sub>-C<sub>6</sub> perfluoroalkyl,

said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one or more substituents selected from R<sup>Z</sup>, or

or a pharmaceutically acceptable salt or a stereoisomer thereof.

3. The compound according to Claim 1 which is:



wherein:

- a is 0 or 1;
- b is 0 or 1;
- m is 0, 1 or 2;
- n is 0, 1 or 2;
- p is 0, 1 or 2;
- r is 0 or 1;
- s is 0 or 1;
- u, v and x are independently selected from: CH and N;

w is selected from a bond, CH and N;

Q is selected from: -NR<sup>7</sup>R<sup>8</sup> and heterocyclyl, said heterocyclyl optionally substituted with one to three substituents selected from R<sup>Z</sup>;

R<sup>1</sup> is independently selected from:

- 1) (C=O)<sub>a</sub>O<sub>b</sub>C<sub>1</sub>-C<sub>10</sub> alkyl,
- 2) (C=O)<sub>a</sub>O<sub>b</sub>aryl,
- 3) C<sub>2</sub>-C<sub>10</sub> alkenyl,
- 5 4) C<sub>2</sub>-C<sub>10</sub> alkynyl,
- 5) (C=O)<sub>a</sub>O<sub>b</sub> heterocyclyl,
- 6) (C=O)<sub>a</sub>O<sub>b</sub>C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
- 7) CO<sub>2</sub>H,
- 8) halo,
- 10 9) CN,
- 10) OH,
- 11) O<sub>b</sub>C<sub>1</sub>-C<sub>6</sub> perfluoroalkyl,
- 12) O<sub>a</sub>(C=O)<sub>b</sub>NR<sup>7</sup>R<sup>8</sup>,
- 13) NR<sup>c</sup>(C=O)NR<sup>7</sup>R<sup>8</sup>,
- 15 14) S(O)<sub>m</sub>R<sup>a</sup>,
- 15) S(O)<sub>2</sub>NR<sup>7</sup>R<sup>8</sup>,
- 16) NR<sup>c</sup>S(O)<sub>m</sub>R<sup>a</sup>,
- 17) oxo,
- 18) CHO,
- 20 19) NO<sub>2</sub>,
- 20) NR<sup>c</sup>(C=O)O<sub>b</sub>R<sup>a</sup>,
- 21) O(C=O)O<sub>b</sub>C<sub>1</sub>-C<sub>10</sub> alkyl,
- 22) O(C=O)O<sub>b</sub>C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
- 23) O(C=O)O<sub>b</sub>aryl, and
- 25 24) O(C=O)O<sub>b</sub>-heterocycle,

said alkyl, aryl, alkenyl, alkynyl, heterocyclyl, and cycloalkyl optionally substituted with one or more substituents selected from R<sup>z</sup>;

R<sup>2</sup> is independently selected from:

- 30 1) (C=O)<sub>a</sub>O<sub>b</sub>C<sub>1</sub>-C<sub>10</sub> alkyl,
- 2) (C=O)<sub>a</sub>O<sub>b</sub>aryl,
- 3) C<sub>2</sub>-C<sub>10</sub> alkenyl,
- 4) C<sub>2</sub>-C<sub>10</sub> alkynyl,
- 5) (C=O)<sub>a</sub>O<sub>b</sub> heterocyclyl,

- 6)  $(\text{C}=\text{O})_a\text{O}_b\text{C}_3\text{-C}_8$  cycloalkyl,
- 7)  $\text{CO}_2\text{H}$ ,
- 8) halo,
- 9)  $\text{CN}$ ,
- 5 10)  $\text{OH}$ ,
- 11)  $\text{O}_b\text{C}_1\text{-C}_6$  perfluoroalkyl,
- 12)  $\text{O}_a(\text{C}=\text{O})_b\text{NR}^7\text{R}^8$ ,
- 13)  $\text{NR}^c(\text{C}=\text{O})\text{NR}^7\text{R}^8$ ,
- 14)  $\text{S}(\text{O})_m\text{R}^a$ ,
- 10 15)  $\text{S}(\text{O})_2\text{NR}^7\text{R}^8$ ,
- 16)  $\text{NR}^c\text{S}(\text{O})_m\text{R}^a$ ,
- 17)  $\text{CHO}$ ,
- 18)  $\text{NO}_2$ ,
- 19)  $\text{NR}^c(\text{C}=\text{O})\text{O}_b\text{R}^a$ ,
- 15 20)  $\text{O}(\text{C}=\text{O})\text{O}_b\text{C}_1\text{-C}_{10}$  alkyl,
- 21)  $\text{O}(\text{C}=\text{O})\text{O}_b\text{C}_3\text{-C}_8$  cycloalkyl,
- 22)  $\text{O}(\text{C}=\text{O})\text{O}_b\text{aryl}$ , and
- 23)  $\text{O}(\text{C}=\text{O})\text{O}_b\text{-heterocycle}$ ,

20 said alkyl, aryl, alkenyl, alkynyl, heterocyclyl, and cycloalkyl optionally substituted with one, two or three substituents selected from  $\text{R}^z$ ;

$\text{R}^7$  and  $\text{R}^8$  are independently selected from:

- 1)  $\text{H}$ ,
- 2)  $(\text{C}=\text{O})\text{O}_b\text{C}_1\text{-C}_{10}$  alkyl,
- 25 3)  $(\text{C}=\text{O})\text{O}_b\text{C}_3\text{-C}_8$  cycloalkyl,
- 4)  $(\text{C}=\text{O})\text{O}_b\text{aryl}$ ,
- 5)  $(\text{C}=\text{O})\text{O}_b\text{heterocyclyl}$ ,
- 6)  $\text{C}_1\text{-C}_{10}$  alkyl,
- 7) aryl,
- 30 8)  $\text{C}_2\text{-C}_{10}$  alkenyl,
- 9)  $\text{C}_2\text{-C}_{10}$  alkynyl,
- 10) heterocyclyl,
- 11)  $\text{C}_3\text{-C}_8$  cycloalkyl,
- 12)  $\text{SO}_2\text{R}^a$ , and

13)  $(C=O)NR^b_2$ ,

said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one or more substituents selected from  $R^Z$ , or

- 5  $R^7$  and  $R^8$  can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 5-7 members in each ring and optionally containing, in addition to the nitrogen, one or two additional heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one or more substituents selected from  $R^Z$ ;

10

$R^Z$  is selected from:

- 1)  $(C=O)_rO_s(C_1-C_{10})alkyl$ ,
- 2)  $O_r(C_1-C_3)perfluoroalkyl$ ,
- 3)  $(C_0-C_6)alkylene-S(O)_mR^a$ ,
- 15 4) oxo,
- 5) OH,
- 6) halo,
- 7) CN,
- 8)  $(C=O)_rO_s(C_2-C_{10})alkenyl$ ,
- 20 9)  $(C=O)_rO_s(C_2-C_{10})alkynyl$ ,
- 10)  $(C=O)_rO_s(C_3-C_6)cycloalkyl$ ,
- 11)  $(C=O)_rO_s(C_0-C_6)alkylene-aryl$ ,
- 12)  $(C=O)_rO_s(C_0-C_6)alkylene-heterocyclyl$ ,
- 13)  $(C=O)_rO_s(C_0-C_6)alkylene-N(R^b)_2$ ,
- 25 14)  $C(O)R^a$ ,
- 15)  $(C_0-C_6)alkylene-CO_2R^a$ ,
- 16)  $C(O)H$ ,
- 17)  $(C_0-C_6)alkylene-CO_2H$ ,
- 18)  $C(O)N(R^b)_2$ ,
- 30 19)  $S(O)_mR^a$ , and
- 20)  $S(O)_2NR^9R^{10}$
- 21)  $NR^c(C=O)O_bR^a$ ,
- 22)  $O(C=O)O_bC_1-C_{10}alkyl$ ,
- 23)  $O(C=O)O_bC_3-C_8cycloalkyl$ ,

24)  $O(C=O)O_{b\text{aryl}}$ , and

25)  $O(C=O)O_{b\text{-heterocycle}}$ ,

said alkyl, alkenyl, alkynyl, cycloalkyl, aryl, and heterocyclyl is optionally substituted with up to three substituents selected from  $R^b$ , OH,  $(C_1-C_6)$ alkoxy, halogen,  $CO_2H$ ,

5  $CN$ ,  $O(C=O)C_1-C_6$  alkyl, oxo, and  $N(R^b)_2$ ;

$R^a$  is  $(C_1-C_6)$ alkyl,  $(C_2-C_6)$ alkenyl,  $(C_2-C_6)$ alkynyl,  $(C_3-C_6)$ cycloalkyl, substituted or unsubstituted aryl,  $(C_1-C_6)$ perfluoroalkyl, 2,2,2-trifluoroethyl, or substituted or unsubstituted heterocyclyl; and

10

$R^b$  is H,  $(C_1-C_6)$ alkyl, aryl, heterocyclyl,  $(C_3-C_6)$ cycloalkyl,  $(C=O)OC_1-C_6$  alkyl,  $(C=O)C_1-C_6$  alkyl or  $S(O)_2R^a$ ;

$R^c$  is selected from:

15

1) H,

2)  $C_1-C_{10}$  alkyl,

3) aryl,

4)  $C_2-C_{10}$  alkenyl,

5)  $C_2-C_{10}$  alkynyl,

20

6) heterocyclyl,

7)  $C_3-C_8$  cycloalkyl,

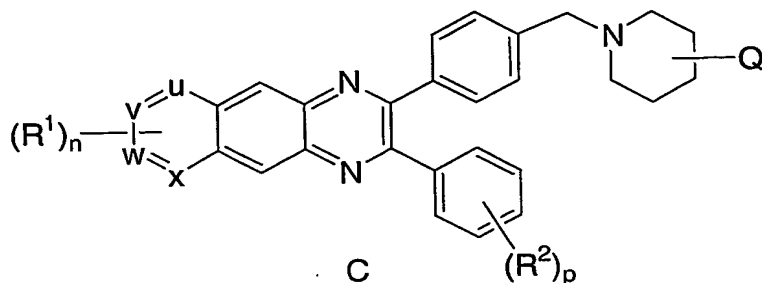
8)  $C_1-C_6$  perfluoroalkyl,

said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one or more substituents selected from  $R^z$ , or

25

or a pharmaceutically acceptable salt or a stereoisomer thereof.

4. The compound according to Claim 2 which is:



wherein:

5

a is 0 or 1;

b is 0 or 1;

m is 0, 1 or 2;

n is 0, 1 or 2;

10 p is 0, 1 or 2;

r is 0 or 1;

s is 0 or 1;

u, v and x are independently selected from: CH and N;

15

w is selected from a bond, CH and N;

Q is selected from: -NR⁷R⁸, phenyl, benzimidazolyl, benzimidazolonyl, quinolinyl and isoquinolinyl, said benzimidazolyl, benzimidazolonyl, quinolinyl and

20 isoquinolinyl optionally substituted with Rᶻ;

R¹ is independently selected from:

1) (C=O)ₐOᵇC₁-C₁₀ alkyl,

2) (C=O)ₐOᵇaryl,

25 3) C₂-C₁₀ alkenyl,

4) C₂-C₁₀ alkynyl,

5) (C=O)ₐOᵇ heterocyclyl,

6) (C=O)ₐOᵇC₃-C₈ cycloalkyl,

- 5
- 7)  $\text{CO}_2\text{H}$ ,  
 8) halo,  
 9)  $\text{CN}$ ,  
 10)  $\text{OH}$ ,  
 11)  $\text{O}_b\text{C}_1\text{-C}_6$  perfluoroalkyl,  
 12)  $\text{O}_a(\text{C}=\text{O})_b\text{NR}^7\text{R}^8$ ,  
 13)  $\text{NR}^c(\text{C}=\text{O})\text{NR}^7\text{R}^8$ ,  
 14)  $\text{S}(\text{O})_m\text{R}^a$ ,  
 15)  $\text{S}(\text{O})_2\text{NR}^7\text{R}^8$ ,  
 10 16)  $\text{NR}^c\text{S}(\text{O})_m\text{R}^a$ ,  
 17) oxo,  
 18)  $\text{CHO}$ ,  
 19)  $\text{NO}_2$ ,  
 20)  $\text{NR}^c(\text{C}=\text{O})\text{O}_b\text{R}^a$ ,  
 15 21)  $\text{O}(\text{C}=\text{O})\text{O}_b\text{C}_1\text{-C}_{10}$  alkyl,  
 22)  $\text{O}(\text{C}=\text{O})\text{O}_b\text{C}_3\text{-C}_8$  cycloalkyl,  
 23)  $\text{O}(\text{C}=\text{O})\text{O}_b$ aryl, and  
 24)  $\text{O}(\text{C}=\text{O})\text{O}_b$ -heterocycle,

20 said alkyl, aryl, alkenyl, alkynyl, heterocyclyl, and cycloalkyl optionally substituted with one or more substituents selected from  $\text{R}^Z$ ;

$\text{R}^2$  is independently selected from:

- 25
- 1)  $(\text{C}=\text{O})_a\text{O}_b\text{C}_1\text{-C}_{10}$  alkyl,  
 2)  $(\text{C}=\text{O})_a\text{O}_b$ aryl,  
 3)  $\text{C}_2\text{-C}_{10}$  alkenyl,  
 4)  $\text{C}_2\text{-C}_{10}$  alkynyl,  
 5)  $(\text{C}=\text{O})_a\text{O}_b$  heterocyclyl,  
 6)  $(\text{C}=\text{O})_a\text{O}_b\text{C}_3\text{-C}_8$  cycloalkyl,  
 7)  $\text{CO}_2\text{H}$ ,  
 30 8) halo,  
 9)  $\text{CN}$ ,  
 10)  $\text{OH}$ ,  
 11)  $\text{O}_b\text{C}_1\text{-C}_6$  perfluoroalkyl,  
 12)  $\text{O}_a(\text{C}=\text{O})_b\text{NR}^7\text{R}^8$ ,

- 13)  $\text{NR}^c(\text{C}=\text{O})\text{NR}^7\text{R}^8$ ,  
 14)  $\text{S}(\text{O})_m\text{R}^a$ ,  
 15)  $\text{S}(\text{O})_2\text{NR}^7\text{R}^8$ ,  
 16)  $\text{NR}^c\text{S}(\text{O})_m\text{R}^a$ ,  
 5 17)  $\text{CHO}$ ,  
 18)  $\text{NO}_2$ ,  
 19)  $\text{NR}^c(\text{C}=\text{O})\text{O}_b\text{R}^a$ ,  
 20)  $\text{O}(\text{C}=\text{O})\text{O}_b\text{C}_1\text{-C}_{10}$  alkyl,  
 21)  $\text{O}(\text{C}=\text{O})\text{O}_b\text{C}_3\text{-C}_8$  cycloalkyl,  
 10 22)  $\text{O}(\text{C}=\text{O})\text{O}_b\text{aryl}$ , and  
 23)  $\text{O}(\text{C}=\text{O})\text{O}_b\text{-heterocycle}$ ,

said alkyl, aryl, alkenyl, alkynyl, heterocyclyl, and cycloalkyl optionally substituted with one, two or three substituents selected from  $\text{R}^z$ ;

15  $\text{R}^7$  and  $\text{R}^8$  are independently selected from:

- 1) H,  
 2)  $(\text{C}=\text{O})\text{O}_b\text{C}_1\text{-C}_{10}$  alkyl,  
 3)  $(\text{C}=\text{O})\text{O}_b\text{C}_3\text{-C}_8$  cycloalkyl,  
 4)  $(\text{C}=\text{O})\text{O}_b\text{aryl}$ ,  
 20 5)  $(\text{C}=\text{O})\text{O}_b\text{heterocyclyl}$ ,  
 6)  $\text{C}_1\text{-C}_{10}$  alkyl,  
 7) aryl,  
 8)  $\text{C}_2\text{-C}_{10}$  alkenyl,  
 9)  $\text{C}_2\text{-C}_{10}$  alkynyl,  
 25 10) heterocyclyl,  
 11)  $\text{C}_3\text{-C}_8$  cycloalkyl,  
 12)  $\text{SO}_2\text{R}^a$ , and  
 13)  $(\text{C}=\text{O})\text{NR}^b_2$ ,

30 said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one or more substituents selected from  $\text{R}^z$ , or

$\text{R}^7$  and  $\text{R}^8$  can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 5-7 members in each ring and optionally containing, in addition to the nitrogen, one or two additional heteroatoms selected

from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one or more substituents selected from R<sup>Z</sup>;

R<sup>Z</sup> is selected from:

- 1) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>1</sub>-C<sub>10</sub>)alkyl,
- 5 2) O<sub>r</sub>(C<sub>1</sub>-C<sub>3</sub>)perfluoroalkyl,
- 3) (C<sub>0</sub>-C<sub>6</sub>)alkylene-S(O)<sub>m</sub>R<sup>a</sup>,
- 4) oxo,
- 5) OH,
- 6) halo,
- 10 7) CN,
- 8) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>2</sub>-C<sub>10</sub>)alkenyl,
- 9) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>2</sub>-C<sub>10</sub>)alkynyl,
- 10) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>3</sub>-C<sub>6</sub>)cycloalkyl,
- 11) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>0</sub>-C<sub>6</sub>)alkylene-aryl,
- 15 12) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>0</sub>-C<sub>6</sub>)alkylene-heterocyclyl,
- 13) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>0</sub>-C<sub>6</sub>)alkylene-N(R<sup>b</sup>)<sub>2</sub>,
- 14) C(O)R<sup>a</sup>,
- 15) (C<sub>0</sub>-C<sub>6</sub>)alkylene-CO<sub>2</sub>R<sup>a</sup>,
- 16) C(O)H,
- 20 17) (C<sub>0</sub>-C<sub>6</sub>)alkylene-CO<sub>2</sub>H,
- 18) C(O)N(R<sup>b</sup>)<sub>2</sub>,
- 19) S(O)<sub>m</sub>R<sup>a</sup>,
- 20) S(O)<sub>2</sub>NR<sup>9</sup>R<sup>10</sup>
- 21) NRC(C=O)O<sub>b</sub>R<sup>a</sup>,
- 25 22) O(C=O)O<sub>b</sub>C<sub>1</sub>-C<sub>10</sub> alkyl,
- 23) O(C=O)O<sub>b</sub>C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
- 24) O(C=O)O<sub>b</sub>aryl, and
- 25) O(C=O)O<sub>b</sub>-heterocycle,

30 said alkyl, alkenyl, alkynyl, cycloalkyl, aryl, and heterocyclyl is optionally substituted with up to three substituents selected from R<sup>b</sup>, OH, (C<sub>1</sub>-C<sub>6</sub>)alkoxy, halogen, CO<sub>2</sub>H, CN, O(C=O)C<sub>1</sub>-C<sub>6</sub> alkyl, oxo, and N(R<sup>b</sup>)<sub>2</sub>;

R<sup>a</sup> is (C<sub>1</sub>-C<sub>6</sub>)alkyl, (C<sub>3</sub>-C<sub>6</sub>)cycloalkyl, aryl, or heterocyclyl; and

R<sup>b</sup> is H, (C<sub>1</sub>-C<sub>6</sub>)alkyl, aryl, heterocyclyl, (C<sub>3</sub>-C<sub>6</sub>)cycloalkyl, (C=O)OC<sub>1</sub>-C<sub>6</sub> alkyl, (C=O)C<sub>1</sub>-C<sub>6</sub> alkyl or S(O)<sub>2</sub>R<sup>a</sup>;

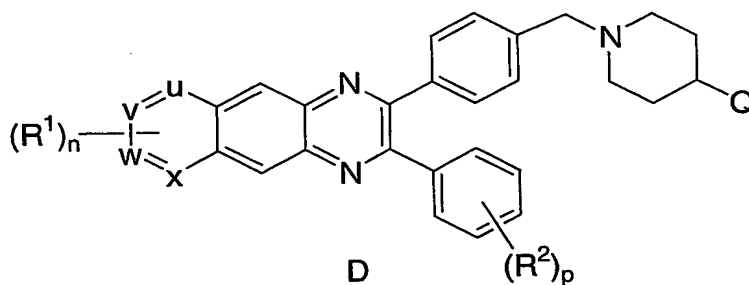
R<sup>c</sup> is selected from:

- 1) H,
- 5 2) C<sub>1</sub>-C<sub>10</sub> alkyl,
- 3) aryl,
- 4) C<sub>2</sub>-C<sub>10</sub> alkenyl,
- 5) C<sub>2</sub>-C<sub>10</sub> alkynyl,
- 6) heterocyclyl,
- 10 7) C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
- 8) C<sub>1</sub>-C<sub>6</sub> perfluoroalkyl,

said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one or more substituents selected from R<sup>z</sup>, or

15 or a pharmaceutically acceptable salt or a stereoisomer thereof.

5. The compound according to Claim 4 of the Formula D:



wherein

20 a is 0 or 1;

b is 0 or 1;

m is 0, 1 or 2;

n is 0, 1 or 2;

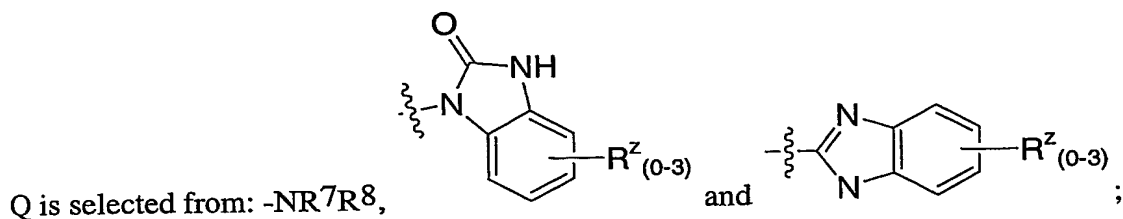
p is 0, 1 or 2;

25 r is 0 or 1;

s is 0 or 1;

u, v and x are independently selected from: CH and N;

w is selected from a bond, CH and N;



R<sup>1</sup> is independently selected from:

- 1)  $(\text{C}=\text{O})_a\text{O}_b\text{C}_1\text{-C}_{10}$  alkyl,
- 5 2)  $(\text{C}=\text{O})_a\text{O}_b$ aryl,
- 3)  $\text{C}_2\text{-C}_{10}$  alkenyl,
- 4)  $\text{C}_2\text{-C}_{10}$  alkynyl,
- 5)  $(\text{C}=\text{O})_a\text{O}_b$  heterocyclyl,
- 6)  $(\text{C}=\text{O})_a\text{O}_b\text{C}_3\text{-C}_8$  cycloalkyl,
- 10 7)  $\text{CO}_2\text{H}$ ,
- 8) halo,
- 9)  $\text{CN}$ ,
- 10)  $\text{OH}$ ,
- 11)  $\text{O}_b\text{C}_1\text{-C}_6$  perfluoroalkyl,
- 15 12)  $\text{O}_a(\text{C}=\text{O})_b\text{NR}^7\text{R}^8$ ,
- 13)  $\text{NR}^c(\text{C}=\text{O})\text{NR}^7\text{R}^8$ ,
- 14)  $\text{S}(\text{O})_m\text{R}^a$ ,
- 15)  $\text{S}(\text{O})_2\text{NR}^7\text{R}^8$ ,
- 16)  $\text{NR}^c\text{S}(\text{O})_m\text{R}^a$ ,
- 20 17) oxo,
- 18)  $\text{CHO}$ ,
- 19)  $\text{NO}_2$ ,
- 20)  $\text{NR}^c(\text{C}=\text{O})\text{O}_b\text{R}^a$ ,
- 21)  $\text{O}(\text{C}=\text{O})\text{O}_b\text{C}_1\text{-C}_{10}$  alkyl,
- 25 22)  $\text{O}(\text{C}=\text{O})\text{O}_b\text{C}_3\text{-C}_8$  cycloalkyl,
- 23)  $\text{O}(\text{C}=\text{O})\text{O}_b$ aryl, and
- 24)  $\text{O}(\text{C}=\text{O})\text{O}_b$ -heterocycle,

said alkyl, aryl, alkenyl, alkynyl, heterocyclyl, and cycloalkyl optionally substituted with one or more substituents selected from  $\text{R}^Z$ ;

R<sup>2</sup> is independently selected from:

- 1) C<sub>1</sub>-C<sub>6</sub> alkyl,
  - 2) aryl,
  - 3) heterocyclyl,
  - 5 4) CO<sub>2</sub>H,
  - 5) halo,
  - 6) CN,
  - 7) OH,
  - 8) S(O)<sub>2</sub>NR<sup>7</sup>R<sup>8</sup>,
- 10 said alkyl, aryl and heterocyclyl optionally substituted with one, two or three substituents selected from R<sup>Z</sup>;

R<sup>7</sup> and R<sup>8</sup> are independently selected from:

- 1) H,
- 15 2) (C=O)O<sub>b</sub>C<sub>1</sub>-C<sub>10</sub> alkyl,
- 3) (C=O)O<sub>b</sub>C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
- 4) (C=O)O<sub>b</sub>aryl,
- 5) (C=O)O<sub>b</sub>heterocyclyl,
- 6) C<sub>1</sub>-C<sub>10</sub> alkyl,
- 20 7) aryl,
- 8) C<sub>2</sub>-C<sub>10</sub> alkenyl,
- 9) C<sub>2</sub>-C<sub>10</sub> alkynyl,
- 10) heterocyclyl,
- 11) C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
- 25 12) SO<sub>2</sub>R<sup>a</sup>, and
- 13) (C=O)NR<sup>b</sup><sub>2</sub>,

said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one or more substituents selected from R<sup>Z</sup>, or

- 30 R<sup>7</sup> and R<sup>8</sup> can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 5-7 members in each ring and optionally containing, in addition to the nitrogen, one or two additional heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one or more substituents selected from R<sup>Z</sup>;

RZ is selected from:

- 1)  $(C=O)_rO_s(C_1-C_{10})alkyl$ ,
- 2)  $O_r(C_1-C_3)perfluoroalkyl$ ,
- 3)  $(C_0-C_6)alkylene-S(O)_mR^a$ ,
- 5 4) oxo,
- 5) OH,
- 6) halo,
- 7) CN,
- 8)  $(C=O)_rO_s(C_2-C_{10})alkenyl$ ,
- 10 9)  $(C=O)_rO_s(C_2-C_{10})alkynyl$ ,
- 10)  $(C=O)_rO_s(C_3-C_6)cycloalkyl$ ,
- 11)  $(C=O)_rO_s(C_0-C_6)alkylene-aryl$ ,
- 12)  $(C=O)_rO_s(C_0-C_6)alkylene-heterocyclyl$ ,
- 13)  $(C=O)_rO_s(C_0-C_6)alkylene-N(R^b)_2$ ,
- 15 14)  $C(O)R^a$ ,
- 15)  $(C_0-C_6)alkylene-CO_2R^a$ ,
- 16)  $C(O)H$ ,
- 17)  $(C_0-C_6)alkylene-CO_2H$ ,
- 18)  $C(O)N(R^b)_2$ ,
- 20 19)  $S(O)_mR^a$ ,
- 20)  $S(O)_2N(R^b)_2$ ,
- 21)  $NR^c(C=O)O_bR^a$ ,
- 22)  $O(C=O)O_bC_1-C_{10} alkyl$ ,
- 23)  $O(C=O)O_bC_3-C_8 cycloalkyl$ ,
- 25 24)  $O(C=O)O_baryl$ , and
- 25)  $O(C=O)O_b-heterocycle$ ,

said alkyl, alkenyl, alkynyl, cycloalkyl, aryl, and heterocyclyl is optionally substituted with up to three substituents selected from  $R^b$ , OH,  $(C_1-C_6)alkoxy$ , halogen,  $CO_2H$ , CN,  $O(C=O)C_1-C_6 alkyl$ , oxo, and  $N(R^b)_2$ ;

30

$R^a$  is  $(C_1-C_6)alkyl$ ,  $(C_3-C_6)cycloalkyl$ , aryl, or heterocyclyl; and

$R^b$  is H,  $(C_1-C_6)alkyl$ , aryl, heterocyclyl,  $(C_3-C_6)cycloalkyl$ ,  $(C=O)OC_1-C_6 alkyl$ ,  $(C=O)C_1-C_6 alkyl$  or  $S(O)_2R^a$ ;

R<sup>C</sup> is selected from:

- 1) H,
- 2) C<sub>1</sub>-C<sub>10</sub> alkyl,
- 5 3) aryl,
- 4) C<sub>2</sub>-C<sub>10</sub> alkenyl,
- 5) C<sub>2</sub>-C<sub>10</sub> alkynyl,
- 6) heterocyclyl,
- 7) C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
- 10 8) C<sub>1</sub>-C<sub>6</sub> perfluoroalkyl,

said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one or more substituents selected from R<sup>Z</sup>, or

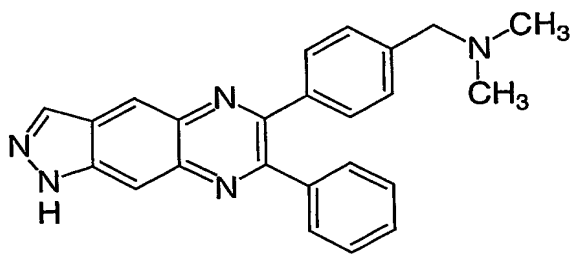
or a pharmaceutically acceptable salt or a stereoisomer thereof.

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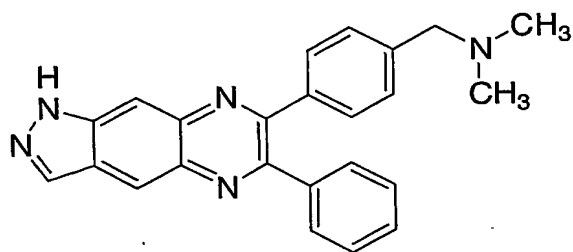
6. The TFA salt of a compound according to Claim 1 which is selected from:

- 1-{1-[4-(7-phenyl-1H-imidazo[4,5-g]quinoxalin-6-yl)benzyl]piperidin-4-yl}-1,3-dihydro-2H-benzimidazol-2-one;
- 20 N,N-dimethyl-1-[4-(6-phenyl-1H-imidazo[4,5-g]quinoxalin-7-yl)phenyl]metanamine;
- 1-{1-[4-(3-phenylbenzo[g]quinoxalin-2-yl)benzyl]piperidin-4-yl}-1,3-dihydro-2H-benzimidazol-2-one;
- 25 N-[(3R)-1-[4-(7-phenyl-1H-imidazo[4,5-g]quinoxalin-6-yl)benzyl]pyrrolidin-3-yl]-1,3-thiazole-5-carboxamide;
- 30 tert-butyl 1-[4-(7-phenyl-1H-imidazo[4,5-g]quinoxalin-6-yl)benzyl]azetidin-3-ylcarbamate;
- 9-{1-[4-(7-phenyl-1H-imidazo[4,5-g]quinoxalin-6-yl)benzyl]piperidin-4-yl}-9H-purin-6-amine;
- 35

6-(4-{[4-(3H-imidazo[4,5-b]pyridin-3-yl)piperidin-1-yl]methyl}phenyl)-7-phenyl-1H-imidazo[4,5-g]quinoxaline;

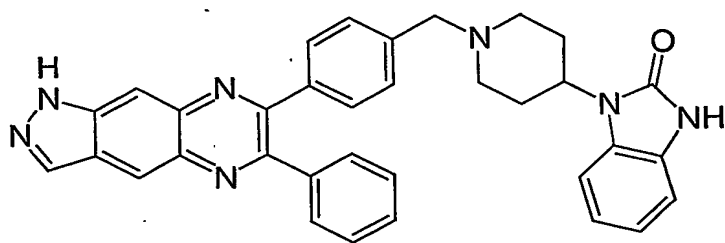


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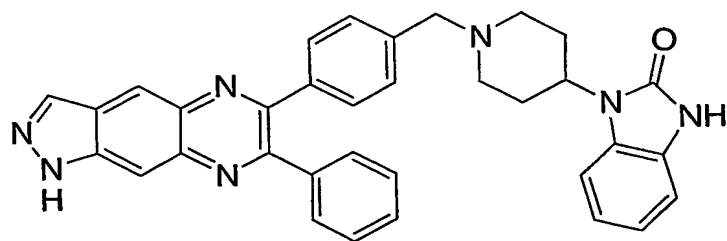


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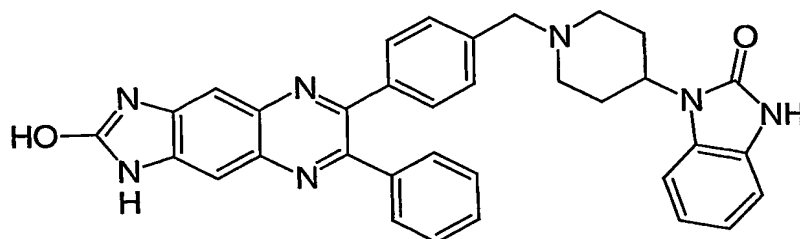
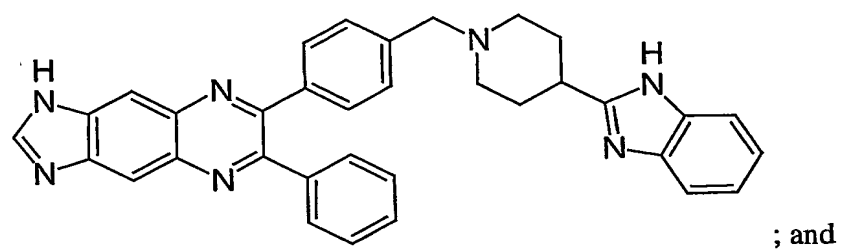
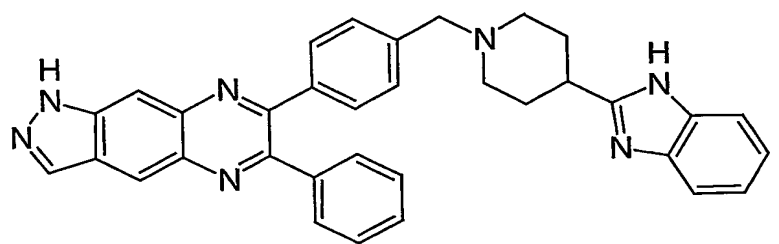
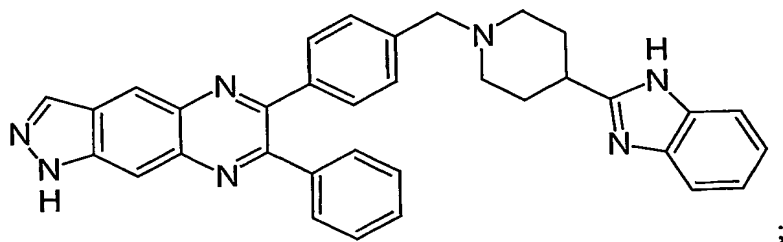
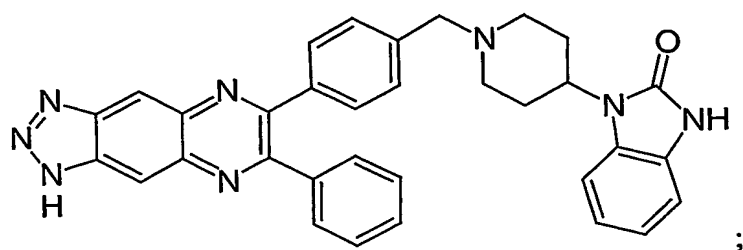
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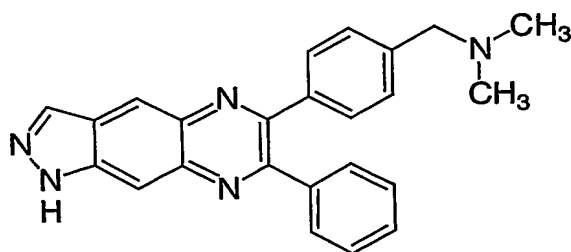


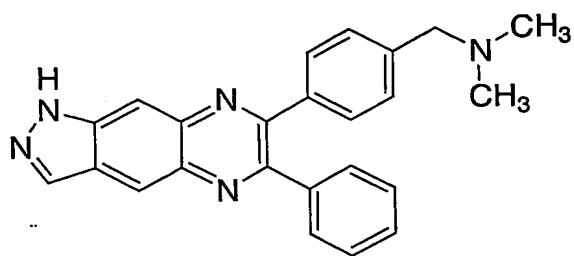
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or a stereoisomer thereof.

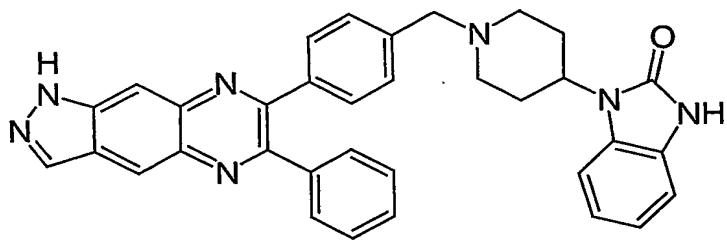
7. A compound which is selected from:

- 1-{1-[4-(7-phenyl-1H-imidazo[4,5-g]quinoxalin-6-yl)benzyl]piperidin-4-yl}-1,3-dihydro-2H-benzimidazol-2-one;
- 5 N,N-dimethyl-1-[4-(6-phenyl-1H-imidazo[4,5-g]quinoxalin-7-yl)phenyl]metanamine;
- 1-{1-[4-(3-phenylbenzo[g]quinoxalin-2-yl)benzyl]piperidin-4-yl}-1,3-dihydro-2H-benzimidazol-2-one;
- 10 N-[(3R)-1-[4-(7-phenyl-1H-imidazo[4,5-g]quinoxalin-6-yl)benzyl]pyrrolidin-3-yl]-1,3-thiazole-5-carboxamide;
- 15 tert-butyl 1-[4-(7-phenyl-1H-imidazo[4,5-g]quinoxalin-6-yl)benzyl]azetidin-3-ylcarbamate;
- 9-{1-[4-(7-phenyl-1H-imidazo[4,5-g]quinoxalin-6-yl)benzyl]piperidin-4-yl}-9H-purin-6-amine;
- 20 6-(4-{[4-(3H-imidazo[4,5-b]pyridin-3-yl)piperidin-1-yl]methyl}phenyl)-7-phenyl-1H-imidazo[4,5-g]quinoxaline;

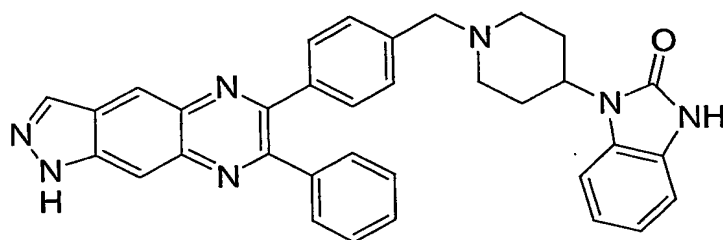




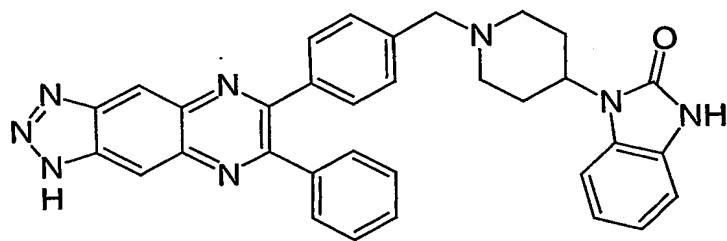
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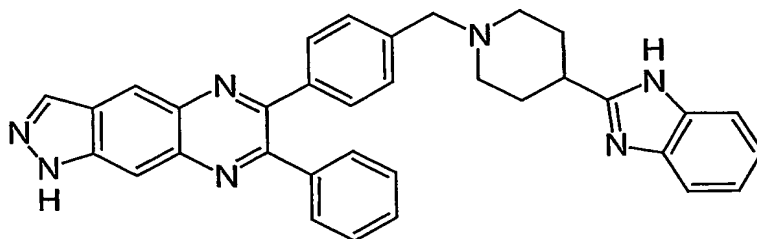
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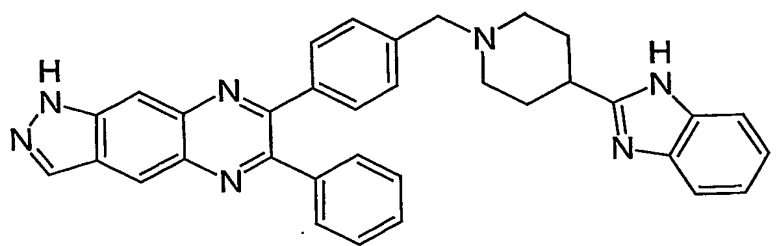
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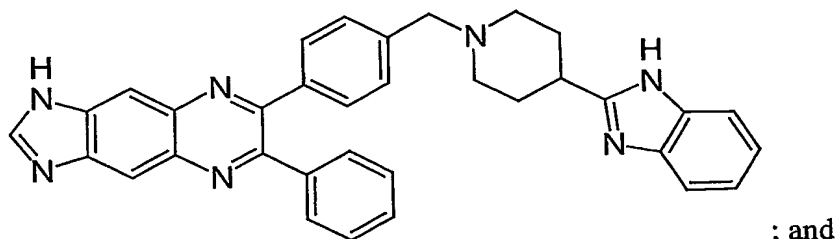
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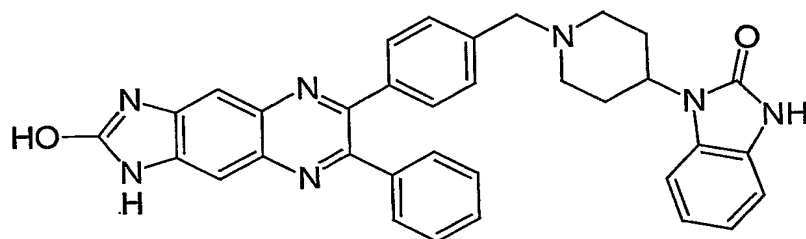
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; and



or a pharmaceutically acceptable salt or a stereoisomer thereof.

5

8. A pharmaceutical composition comprising a pharmaceutical carrier, and dispersed therein, a therapeutically effective amount of a compound of Claim 1.

10

9. A pharmaceutical composition comprising a pharmaceutical carrier, and dispersed therein, a therapeutically effective amount of a compound of Claim 7.

15

10. A method of inhibiting one or more of the isoforms of Akt in a mammal which comprises administering to the mammal a therapeutically effective amount of a compound of Claim 1.

11. A method of inhibiting one or more of the isoforms of Akt in a mammal which comprises administering to the mammal a therapeutically effective amount of a compound of Claim 7.

5 12. A method for treating cancer which comprises administering to a mammal in need thereof a therapeutically effective amount of a compound of Claim 1.

10 13. A method for treating cancer which comprises administering to a mammal in need thereof a therapeutically effective amount of a compound of Claim 7.

15 14. A pharmaceutical composition made by combining the compound of Claim 1 and a pharmaceutically acceptable carrier.

15 15. A process for making a pharmaceutical composition comprising combining a compound of Claim 1 and a pharmaceutically acceptable carrier.

20 16. The composition of Claim 8 further comprising a second compound selected from:

- 1) an estrogen receptor modulator,
- 2) an androgen receptor modulator,
- 3) retinoid receptor modulator,
- 25 4) a cytotoxic agent,
- 5) an antiproliferative agent,
- 6) a prenyl-protein transferase inhibitor,
- 7) an HMG-CoA reductase inhibitor,
- 8) an HIV protease inhibitor,
- 30 9) a reverse transcriptase inhibitor,
- 10) an angiogenesis inhibitor,
- 11) a PPAR- $\gamma$  agonists,
- 12) a PPAR- $\delta$  agonists,
- 13) an inhibitor of cell proliferation and survival signaling, and
- 35 14) an agent that interferes with a cell cycle checkpoint.

17. The composition of Claim 16, wherein the second compound is an angiogenesis inhibitor selected from the group consisting of a tyrosine kinase inhibitor, an inhibitor of epidermal-derived growth factor, an inhibitor of fibroblast-derived growth factor, an inhibitor of platelet derived growth factor, an MMP inhibitor, an integrin blocker, interferon- $\alpha$ , interleukin-12, pentosan polysulfate, a cyclooxygenase inhibitor, carboxyamidotriazole, combretastatin A-4, squalamine, 6-O-(chloroacetyl-carbonyl)-fumagillol, thalidomide, angiostatin and troponin-1.

18. The composition of Claim 16, wherein the second compound is an estrogen receptor modulator selected from tamoxifen and raloxifene.

19. A method of treating cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 in combination with radiation therapy.

20. A method of treating or preventing cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 in combination with a compound selected from:

- 1) an estrogen receptor modulator,
- 2) an androgen receptor modulator,
- 3) retinoid receptor modulator,
- 4) a cytotoxic agent,
- 5) an antiproliferative agent,
- 6) a prenyl-protein transferase inhibitor,
- 7) an HMG-CoA reductase inhibitor,
- 8) an HIV protease inhibitor,
- 9) a reverse transcriptase inhibitor,
- 10) an angiogenesis inhibitor,
- 11) a PPAR- $\gamma$  agonists,
- 12) a PPAR- $\delta$  agonists,
- 13) an inhibitor of inherent multidrug resistance,
- 14) an anti-emetic agent,
- 15) an agent useful in the treatment of anemia,
- 16) an agent useful in the treatment of neutropenia,

- 17) an immunologic-enhancing drug,
- 18) an inhibitor of cell proliferation and survival signaling, and
- 19) an agent that interferes with a cell cycle checkpoint.

5                    21. A method of treating cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 in combination with radiation therapy and a compound selected from:

- 1) an estrogen receptor modulator,
- 2) an androgen receptor modulator,
- 10                    3) retinoid receptor modulator,
- 4) a cytotoxic agent,
- 5) an antiproliferative agent,
- 6) a prenyl-protein transferase inhibitor,
- 7) an HMG-CoA reductase inhibitor,
- 15                    8) an HIV protease inhibitor,
- 9) a reverse transcriptase inhibitor,
- 10) an angiogenesis inhibitor,
- 11) a PPAR- $\gamma$  agonists,
- 12) a PPAR- $\delta$  agonists,
- 20                    13) an inhibitor of inherent multidrug resistance,
- 14) an anti-emetic agent,
- 15) an agent useful in the treatment of anemia,
- 16) an agent useful in the treatment of neutropenia,
- 17) an immunologic-enhancing drug,
- 25                    18) an inhibitor of cell proliferation and survival signaling, and
- 19) an agent that interferes with a cell cycle checkpoint.

                    22. A method of treating or preventing cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 and  
30                    paclitaxel or trastuzumab.